

CONSTITUTION AND BY-LAWS

(Revised: 01/20/72; 02/12/74; 04/02/75; 12/05/79; 04/17/85; 08/11/95; 03/04/98; 04/07/00; 06/2002; 01/2009; 10/2009; 10/2012; 08/2013; 9/2013)

ARTICLE I

Name and Geographic Coverage

Section 1 - Name

The name of this organization shall be the Dallas Federal Executive Board, hereinafter referred to as the Board.

Section 2 - Geographic Coverage

The following counties comprise the central metropolitan statistical area as defined by the Bureau of the Census and are considered part of the Dallas metropolitan area for the purposes of the Board: Cook, DuPage, McHenry, Lake, Will, Kane, DeKalb, Grundy, and Kendall in Illinois, and Lake and Porter counties in Indiana. This area shall hereinafter be referred to as the Metropolitan Area or Dallas Metropolitan Area.

ARTICLE II Authority and Purpose

Section 1 - Authority

This Board was established by the direction of the President and operates under 5 CFR Part 960, as published in the Federal Register.

Section 2 - Purpose

It shall be the purpose of the Board to strengthen the management and administration of executive branch activities in the Dallas Metropolitan Area. The Board is organized and functions under the authority of the Director of the Office of Personnel Management.

Section 3 - Authorized Activities

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Under the guidance of the Director for the Office of Personnel Management, the Board shall direct its cooperative activity to three lines of business, Emergency Preparedness, Security, and Employee Safety; Workforce Development and Support; and, Intergovernmental and Interagency Collaboration and Community Outreach as well as specific programs concerning Presidential policies of general application.

ARTICLE III Membership and Meetings of the Full Board

Section 1 - Composition of the Board

Membership of the Board shall consist of the principal area officer with respect to an Executive agency. This means the senior official of the Executive agency who is located in the Dallas Metropolitan Area and who has no superior official within the Metropolitan Area other than in the Regional Office of the Executive agency. Where the Executive agency maintains facilities and more than one bureau or other subdivision within the Metropolitan Area, and where the heads of those facilities are in separate chains-of-command within the Executive agency, then the Executive agency may have more than one principal area officer. The term "principal regional officer" means with respect to an Executive agency a senior official in a Regional Office of the Executive agency. The agency may choose to be represented by a special representative which means an official who is not subject to the supervision of a principal regional officer or a principal area officer and who is specifically designated by the head of the Executive agency to serve as the personal representative of the head of the Executive agency.

Section 2 - Alternates

Each member of the Board may designate an alternate member who shall attend meetings and otherwise serve in the absence of the member. The alternate member shall be a deputy or the principal assistant to the member or another senior official of the member's organization.

Section 3 - Voting Privileges

Voting privileges at meetings of the Full Board shall be restricted to members, or in their absence, their proxy.

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Section 4 - Affiliated Membership

Organizations may be accepted for affiliated membership. The organization's mission and goals must be similar to those of the Dallas Federal Executive Board. An organization wishing to be considered as an affiliated member must submit a letter to the Board expressing this request, provide information about their mission and goals and detail how these are similar to those of the FEB.

Once approved, the head of the affiliated member will be invited to the quarterly Full Board meetings. In addition, affiliated members will be permitted to disseminate any training opportunities to the Federal Executive Board membership, as well as receive notices of appropriate Board sponsored programs.

Affiliated members have no voting privileges.

Section 5 - Participation by Non-Members

Board members may arrange for participation by other agency officials, and by designated officials and employees on their staffs, in activities undertaken by the Board or work of the committees, councils, or task forces under the Board. Such assignments may constitute membership on the committee or the task force involved, but will not constitute membership on the Board.

Section 6 - Full Board Meetings

Meetings of the Full Board will be held not less than three times a year (and may include the annual awards program).

ARTICLE IV Officers and the Executive Committee

Section 1 - Officers

The officers of the Board shall be the Chair, Vice Chair, and Secretary/Treasurer. The officers shall be elected annually and are members of the Executive Committee.

Section 2 - Executive Committee - Elected Members Other Than Officers

An Executive Committee will consist of no less than seven (7) or more than fourteen (14) members in addition to the officers and Ex Officio members. Approximately half of the Executive Committee members will be elected at the annual election of the Board in odd numbered years and the remaining half will be elected in even numbered years. The term of office for all elected Executive Committee members shall be two years. An Executive Committee member may serve an indefinite number of terms.

Section 3 - Executive Committee - Ex Officio Members

The following will be Ex Officio Members of the Executive Committee with voting privileges:

past chairs of the Board still in Federal service in this community;

the Director's Representative of the Office of Personnel Management;

the Regional Administrator of the Federal Emergency Management Agency;

the Regional Administrator of the General Services Administration;

the Regional Commissioner of the Public Buildings Service for General Services Administration.

The co-chairs of the Emergency Preparedness Advisory Committee (EPAC) include the FEMA Regional Administrator and the Regional Administrator or Regional Commissioner of the Public Buildings Service of General Services Administration.

Section 4 - Executive Committee Meetings

The Executive Committee shall meet on a monthly basis, or upon the request of the Chair. Guests are allowed to attend Executive Committee meetings at the request of, or by special arrangement with, the Chair.

All meetings will be conducted in accordance with Robert's Rules of Order Newly Revised.

A voting quorum for any meeting shall be 25% of Executive Committee members

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(principals). If that number is not present, the meetings shall stand adjourned for not less than seven (7) days nor more than ten (10) days, as determined and decided by the Chair. Upon reconvening, a majority of the members present and voting shall constitute a quorum.

Section 5 - Attendance by Executive Committee Members

Members of the Executive Committee shall personally attend no less than one-third of the Executive Committee Meetings during the fiscal year. An alternate or substitute attending on behalf of the member does not constitute attendance by the member.

Section 6 - Voting Privileges of the Executive Committee

Voting privileges at Executive Committee meetings or for Executive Committee decisions are restricted to members or their designated proxies.

Section 7 - Executive Committee Responsibilities

The Executive Committee shall act on all policy decisions that require immediate action. It shall seek ways and means to conduct and provide overall guidance to FEB program undertakings. To the extent practicable, the Chair will designate program coordinators who will provide specific guidance for, and monitor and report on, committee sanctioned activities.

Any action pending before the committee at its meetings may be adopted with the concurrence of a majority of the members, or their designated proxies, present and voting, except that the Board will not endorse any contractual agreement unless approved by the Chair or Vice Chair and the Executive Committee.

ARTICLE V Duties of Officers

Section 1 - Chair

The Chair shall preside at all meetings of the Board and Executive Committee, appoint program coordinators and all standing and special committees, and chairs thereof, call such special meetings as may be required, and act as spokesperson for the Board on all occasions. The Chair shall be authorized to conduct the regular business of the Board. When matters of substantive policy require immediate

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action, he/she shall ask the Executive Committee to approve his/her actions.

Section 2 - Vice Chair

The Vice Chair shall preside at meetings in the absence of the Chair, shall succeed him/her in case of vacancy, and shall serve as a member of the Executive Committee. The Vice Chair will also be Chair-elect and serve as Chair the following year. If the Vice Chair decides not to move to the Chair's position, the Nominating Committee will nominate a candidate for the Chair position.

Section 3 - Secretary/Treasurer

The Secretary/Treasurer shall keep the minutes of all meetings and keep other records as may be required. He/she shall serve as a member of the Executive Committee. He/she shall be responsible for all fiscal business and will maintain an account in the name of the Board. He/she shall prepare and issue an annual financial statement in January of each year. In the event both the Chair and the Vice Chair are temporarily unable to perform the functions of the Chair, the Secretary/Treasurer of the Board shall act as Chair. Whenever the office of Secretary/ Treasurer is vacant, the Chair shall appoint a Secretary/Treasurer Pro Tem until the Executive Committee makes a permanent appointment to fill the unexpired term.

ARTICLE VI Committees and Subcommittees

Section 1 - Responsibilities

It shall be the responsibility of the committees and subcommittees to develop and implement programs pertaining to specific Federal Executive Board direction.

Section 2 - Committees and Subcommittees

There shall be such committees and subcommittees as are deemed appropriate by the Executive Committee. All subcommittees must fall under one of FEB's lines of business:

Emergency Preparedness Emergency Preparedness and Advisory Committee Emergency Preparedness Intergovernmental Working Group (Continuity of Operations)

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Workforce Development and Support Shared Neutrals Alternative Resolution Dispute Program (SNAP) Planning Group Employee of the Year Awards Planning Committee Diversity Advisory Committee Training and Leadership Planning Committee

Intergovernmental and Interagency Collaboration and Community Outreach Intergovernmental Affairs Committee External Affairs Committee Local Federal Coordinating Committee

Section 3 - Chairs of Committees and Subcommittees

The Chair of the Board shall appoint chairs of committees with the concurrence of the Executive Committee. Where possible, these chairs will be local heads of Federal departments and agency field offices, or their deputies.

Chairs of committees shall appoint chairs of subcommittees under their aegis. The committee chair shall recommend for approval, these subcommittee chairs who shall be subject to confirmation by the Chair of the Board.

ARTICLE VII Election - General Procedures

Section 1 - Date of Election

Elections shall be held annually no later than August 31st. Officers will assume their duties on October 1st.

Section 2 - Nominations

Announcements will be issued to the members of the Board one month prior to the Nominating Committee being appointed indicating that nominations are being accepted for vacancies on the Executive Committee. These nominations shall be given due consideration by the Nominating Committee based on criteria reviewed and agreed upon by the Executive Committee annually.

Section 3 - Nominating Committee

The Chair shall appoint a Nominating Committee with concurrence of the Executive Committee consisting of a chair and at least four other members, who will prepare a slate of candidates for each elective office and, as appropriate, nominees for the Steven R. Cohen Award. The Nominating Committee shall submit the proposed slate to the Executive Committee for concurrence.

Section 4 - Election by Ballot

Once approved, the election slate will be transmitted to the Full Board for voting by ballot. The affirmation or declination of the slate shall be determined by a majority vote. Should the slate not be approved, the matter shall be returned to the Executive Committee and the nominating process repeated. Election results will be announced within one week after the close of the voting period. The Executive Committee will determine the winner of the Steven R. Cohen Award, if any.

Section 5 - Filling Vacancies

The Executive Committee shall fill all vacancies of elected offices occurring during the year except that the Vice Chair shall succeed the Chair if the Chair leaves his or her office during the fiscal year.

ARTICLE VIII Effective Date of Constitution and By-Laws

This Constitution and By-Laws shall become effective upon adoption by the Federal Executive Board.

ARTICLE IX Amendments to the Constitution and By-Laws

Amendments to the Constitution and By-Laws shall be referred to the Executive Committee. Upon a favorable report and approval by that body, the amendments shall be submitted to the entire membership for their approval and adopted with the concurrence of the majority of those replying.